EXHIBIT G

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Case 16-10527-MFW

Doc 4067 Filed 00/06/10

Docket #4267 Date Filed: 09/26/2018

IN THE UNITED STATES BANKRUPTCY COURT

FOR THE DISTRICT OF DELAWARE

| In re: |) Chapter 11 |
|----------------------------------|---|
| TSA WD HOLDINGS, INC., et al., 1 |) Case No. 16-10527 (MFW) |
| Debtors. |)) (Jointly Administered) |
| | Objection Deadline: October 11, 2018 at 4:00 p.m. Hearing Date: Scheduled only if Necessary |

THIRTIETH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM AUGUST 1, 2018 THROUGH AUGUST 31, 2018

| Name of Applicant: | Pachulski Stang Ziehl & Jones LLP |
|---|--|
| Authorized to Provide Professional Services to: | The Official Committee of Unsecured Creditors |
| Date of Retention: | Effective as of March 10, 2016 by order signed on May 24, 2016 |
| Period for which Compensation and Reimbursement is Sought: | August 1, 2018 – August 31, 2018 ² |
| Amount of Compensation Sought as Actual, Reasonable and Necessary: | \$10,328.00 |
| Amount of Expense Reimbursement Sought as Actual, Reasonable and Necessary: | \$351.50 |

| This is a: | x monthly | interim | final application. | |
|------------|------------------|------------------|-------------------------------|-------------------------|
| The t | otal time expend | led for preparat | ion of this monthly fee appli | cation is approximately |

2.0 hours and the corresponding compensation requested is approximately \$1,000.00.

The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: TSA WD Holdings, Inc. (9008); Slap Shot Holdings, Corp. (8209); TSA WD, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664). The headquarters for the abovecaptioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.

The applicant reserves the right to include any time expended in the time period indicated above in future application(s) if it is not included herein.

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PRIOR MONTHLY APPLICATIONS FILED

| Date Filed | Period Covered | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|------------------------------------|---|-------------------|-----------------------|---------------------------|----------------------|
| 06/28/16 | March 10, 2016 - March 31, 2016 | \$426,016.25 | \$10,730.99 | \$345,191.00 | \$10,730.99 |
| 06/28/16 | April 1, 2016 - April 30, 2016 | \$460,877.50 | \$24,339.30 | \$368,702.00 | \$24,339.30 |
| 07/29/16 | May 1, 2016 - May 31 2016 | \$221,972.75 | \$5,599.93 | \$177,578.20 | \$5,599.93 |
| First Quarterly Application | March 1, 2016 - May 31, 1016 | \$1,108,866.50 | \$40,670.22 | \$962,051.00 ³ | \$40,670.22 |
| 08/18/16 | June 1, 2016 - June 30, 2016 | \$259,040.50 | \$7,936.66 | \$207,232.40 | \$7,936.66 |
| 10/03/16 | July 1, 2016 - July 31, 2016 | \$590,071.25 | \$14,332.84 | \$472,057.00 | \$14,332.84 |
| 10/18/16 | August 1, 2016 - August 31, 2016 | \$81,061.00 | \$6,561.65 | \$64,848.80 | \$6,561.65 |
| Second Quarterly Application | June 1, 2016 - August 31, 2016 | \$930,172.75 | \$28,831.15 | \$918,792.754 | \$26,211.964 |
| 12/16/16 | September 1, 2016 - September 30, 2016 | \$66,871.00 | \$11,356.73 | \$53,496.80 | \$11,356.73 |
| 12/21/16 | October 1, 2016 - October 31, 2016 | \$67,515.50 | \$2,599.81 | \$54,012.00 | \$2,599.81 |
| 01/30/17 | November 1, 2016 – November 30, 2016 | \$50,899.00 | \$698.46 | \$40,719.20 | \$698.46 |
| Third Quarterly Application | September 1, 2016 - November 30, 2016 | \$185,287.50 | \$14,655.00 | \$176,884.50 | \$14,640.005 |

This amount was reduced in accordance with the agreement reached between PSZ&J and the Fee Examiner. Furthermore, PSZ&J shall retain an administrative claim in the amount of \$120,055.20 as set forth in the Order Granting First Quarterly and Fourth Monthly Applications for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors, for the Period from March 10, 2016 through May 31, 2016 [Docket No. 3176] entered on November 9, 2016.

⁴ This amount was reduced in accordance with the agreement reached between PSZ&J and the Fee Examiner as set forth in the Order Granting Second Quarterly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors, for the Period from June 1, 2016 through August 31, 2016 [Docket No. 3270] entered on December 7, 2016.

⁵ This amount was reduced in accordance with the agreement reached between PSZ&J and the Fee Examiner as set forth in the Order Granting Third Quarterly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors, for the Period from September 1, 2016 through November 30, 2016 [Docket No. 3493] entered on March 20, 2017.

| Date Filed | Period Invered | Requested | Requested Expenses | Approved | Approved Expenses |
|-----------------------------------|---|-------------|-----------------------|--------------|----------------------|
| 02/06/17 | December 1, 2016 - December 31, 2016 | \$25,319.00 | \$10,651.24 | \$25,319.00 | \$10,651.24 |
| 04/28/17 | January 1, 2017 - January 31, 2017 | \$18,980.00 | \$1,318.00 | \$18,980.00 | \$1,318.00 |
| 05/01/17 | February 1, 2017 - February 28, 2017 | \$16,738.00 | \$1,328.12 | \$16,738.00 | \$1,328.12 |
| Fourth Quarterly Application | December 1, 2016 - February 28, 2017 | \$61,037.00 | \$13,297.36 | \$60,713.006 | \$13,297.36 |
| 06/16/2017 | March 1, 2017 - March 31, 2017 | \$10,492.50 | \$549.56 | \$10,492.50 | \$549.56 |
| 06/28/2017 | April 1, 2017 - April 30, 2017 | \$23,327.00 | \$514.41 | \$23,327.00 | \$514.41 |
| 06/28/2017 | May 1, 2017 - May 31, 2017 | \$15,440.50 | \$1,695.82 | \$15,440.50 | \$1,695.82 |
| Fifth Quarterly Application | March 1, 2017 - May 31, 2017 | \$49,260.00 | \$2,759.79 | \$49,260.00 | \$2,759.79 |
| 08/08/2017 | June 1, 2017 - June 30, 2017 | \$21,761.00 | \$859.19 | \$21,761.00 | \$859.19 |
| 09/28/2017 | July 1, 2017 - July 31, 2017 | \$15,007.00 | \$1,972.55 | \$15,007.00 | \$1,972.55 |
| 10/13/2017 | August 1, 2017 - August 31, 2017 | \$11,682.50 | \$2,571.03 | \$11,682.50 | \$2,571.03 |
| Sixth Quarterly Application | June 1, 2017 - August 31, 2017 | \$48,450.50 | \$5,402.77 | \$48,450.50 | \$5,402.77 |
| 11/28/2017 | September 1, 2017 - September 31, 2017 | \$20,925.00 | \$617.08 | \$20,925.00 | \$617.08 |
| 12/06/2017 | October 1, 2017 - October 31, 2017 | \$20,727.50 | \$494.85 | \$20,727.50 | \$494.85 |

⁶ This amount was reduced in accordance with the agreement reached between PSZ&J and the Fee Examiner as set forth in the Order Granting Fourth Quarterly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors, for the Period from December 1, 2016 through February 28, 2017 [Docket No. 3722] entered on July 13, 2017.

| Date Filed | Period Covered | Requested Fees | Requested Expenses | Approved Fees | Approved Expenses |
|------------------------------------|--|-------------------|-----------------------|------------------|----------------------|
| 02/06/2018 | November 1, 2017 - November 30, 2017 | \$31,279.50 | \$821.47 | \$31,279.50 | \$821.47 |
| Seventh Quarterly Application | September 1, 2017 - November 30, 2017 | \$72,932.00 | \$1,933.40 | \$66,331.507 | \$1,933.40 |
| | | 70 | | | |
| 03/13/18 | December 1, 2017 - December 31, 2017 | \$17,114.50 | \$570.46 | \$17,114.50 | \$570.46 |
| 04/08/18 | January 1, 2018 – January 31, 2018 | \$17,321.50 | \$1,743.02 | \$17,321.50 | \$1,743.02 |
| 04/25/18 | February 1, 2018 - February 28, 2018 | \$14,807.50 | \$2,844.26 | \$14,807.50 | \$2,844.26 |
| Eighth Quarterly Application | December 1, 2017 – February 28, 2018 | \$49,243.50 | \$5,157.74 | \$49,243.50 | \$5,157.74 |
| | | | ., | | |
| 04/25/18 | March 1, 2018 – March 30, 2018 | \$10,674.00 | \$221.04 | \$8,539.20 | \$221.04 |
| 05/23/18 | April 1, 2018 - April 30, 2018 | \$15,196.00 | \$535.94 | \$12,156.80 | \$535.94 |
| 06/20/18 | May 1, 2018 – May 31, 2018 | \$9,312.50 | \$1,672.94 | \$9,312.50 | \$1,672.94 |
| Ninth Quarterly Application | March 1, 2018 - May 31, 2018 | \$35,182.50 | \$2,429.92 | \$35,182.50 | \$2,429.92 |
| | | | | | |
| 08/03/18 | June 1, 2018 – June 30, 2018 | \$21,034.50 | \$3,443.34 | \$21,034.50 | \$3,443.34 |
| 08/30/18 | July 1, 2018 – July 31, 2018 | \$10,506.50 | \$470.46 | \$10,506.50 | \$470.46 |

⁷ This amount was reduced in accordance with the agreement reached between PSZ&J and the Fee Examiner as set forth in the Order Granting Seventh Quarterly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP, as Counsel for the Official Committee of Unsecured Creditors, for the Period from September 1, 2017 through November 30, 2017 [Docket No. 4065] entered on March 30, 2018.

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PSZ&J PROFESSIONALS

| Name of Professional Individual | Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice | Hourly Billing Rate | Total Hours Billed | Total Compensation |
|------------------------------------|---|---------------------------|--------------------------|-----------------------|
| Bradford J. Sandler | Partner 2010; Member NJ & PA Bars 1996; Member DE Bar 2001 | \$925.00 | 1.40 | \$1,295.00 |
| Shirley S. Cho | Of Counsel 2009; Member CA Bar 1997; Member NY Bar 2002 | \$850.00 | 0.60 | \$510.00 |
| Colin R. Robinson | Of Counsel 2012; Member NJ & PA Bars 2001; Member DE Bar 2010 | \$750.00 | 0.50 | \$375.00 |
| William L. Ramseyer | Of Counsel 1989; Member CA Bar 1980 | \$725.00 | 1.50 | \$1,087.50 |
| Teddy M. Kapur | Partner 2014; Member CA Bar 2006 | \$650.00 | 0.20 | \$130.00 |
| Patricia E. Cuniff | Paralegal 2000 | \$375.00 | 11.80 | \$4,425.00 |
| Patricia Jeffries | Paralegal 1999 | \$375.00 | 0.70 | \$262.50 |
| Mike A. Matteo Paralegal 2001 | | \$350.00 | 2.70 | \$945.00 |
| Beatrice M. Koveleski | Case Management Assistant | \$295.00 | 1.30 | \$383.50 |
| Charles J. Bouzoukis | Case Management Assistant | \$295.00 | 1.60 | \$472.00 |
| Karen S. Neil | Case Management Assistant | \$295.00 | 0.70 | \$206.50 |
| Sheryle L. Pitman | Case Management Assistant | \$295.00 | 0.80 | \$236.00 |

Grand Total:

\$10,328.00

Total Hours:

23.80

Blended Rate:

\$433.95

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COMPENSATION BY CATEGORY

| Project Cacgories | Lotal Hours | Total Res |
|-----------------------------------|-------------|-------------|
| Bankruptcy Litigation | 0.10 | \$ 92.50 |
| Case Administration | 16.40 | \$5,730.50 |
| Compensation of Professionals | 4.70 | \$2,867.50 |
| Compensation Professionals/Others | 2.00 | \$1,082.50 |
| Financial Filings | 0.10 | \$ 92.50 |
| Financing | 0.50 | \$ 462.50 |
| Grand Total | 23.80 | \$10,328.00 |

EXPENSE SUMMARY

| Expense Category | Service Provider ³ (in applicable) | Total Expenses |
|---------------------------|---|-------------------|
| Delivery/ Courier Service | Advita | \$ 55.00 |
| Pacer – Legal Research | | \$ 83.30 |
| Reproduction Expense | | \$ 79.20 |
| Reproduction/Scan Copy | | \$134.00 |
| Total | | \$ 351.50 |

⁸ PSZ&J may use one or more service providers. The service providers identified herein below are the primary service providers for the categories described.

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IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

| In re: |) | Chapter 11 |
|----------------------------------|---|--|
| TSA WD HOLDINGS, INC., et al., 1 |) | Case No. 16-10527 (MFW) |
| Debtors. |) | (Jointly Administered) |
| |) | Objection Deadline: October 11, 2018 at 4:00 p.m. Hearing Date: Scheduled only if Necessary |

THIRTIETH MONTHLY APPLICATION FOR COMPENSATION AND REIMBURSEMENT OF EXPENSES OF PACHULSKI STANG ZIEHL & JONES LLP AS COUNSEL FOR THE OFFICIAL COMMITTEE OF UNSECURED CREDITORS FOR THE PERIOD FROM AUGUST 1, 2018 THROUGH AUGUST 31, 2018

Pursuant to sections 330 and 331 of Title 11 of the United States Code (the "Bankruptcy Code"), Rule 2016 of the Federal Rules of Bankruptcy Procedure (collectively, the "Bankruptcy Rules"), and the Court's Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses of Professionals, signed on or about March 24, 2016 (the "Administrative Order"), Pachulski Stang Ziehl & Jones LLP ("PSZ&J" or the "Firm"), counsel for the Official Committee of Unsecured Creditors (the "Committee"), hereby submits its Thirtieth Monthly Application for Compensation and for Reimbursement of Expenses for the Period from August 1, 2018 through August 31, 2018 (the "Application").

By this Application, PSZ&J seeks a monthly interim allowance of compensation in the amount of \$10,328.00 and actual and necessary expenses in the amount of \$351.50 for a total allowance of \$10,679.50 and payment of \$8,262.40 (80% of the allowed fees) and

The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: TSA WD Holdings, Inc. (9008); Slap Shot Holdings, Corp. (8209); TSA WD, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664). The headquarters for the above-captioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.

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reimbursement of \$351.50 (100% of the allowed expenses) for a total payment of \$8,613.90 for the period August 1, 2018 through August 31, 2018 (the "Interim Period"). In support of this Application, PSZ&J respectfully represents as follows:

Background

- 1. On March 2, 2016 (the "Petition Date"), the Debtors commenced their cases under chapter 11 of the Bankruptcy Code before the United States Bankruptcy Court for the District of Delaware. The Debtors are operating their businesses and managing their properties as debtors in possession pursuant to sections 1107(a) and 1108 of the Bankruptcy Code.
- 2. The Court has jurisdiction over this matter pursuant to 28 U.S.C. §§ 157 and 1334. This is a core proceeding pursuant to 28 U.S.C. § 157(b)(2).
- 3. On March 10, 2016, the United States Trustee for Region 3 (the "<u>UST</u>") appointed the Committee to represent the interests of all unsecured creditors of the Debtors pursuant to section 1102 of the Bankruptcy Code.
- 4. On or about March 24, 2016, the Court signed the Administrative Order, authorizing certain professionals and members of any official committee ("Professionals") to submit monthly applications for interim compensation and reimbursement for expenses, pursuant to the procedures specified therein. The Administrative Order provides, among other things, that a Professional may submit monthly fee applications. If no objections are made within fifteen (15) days after service of the monthly fee application the Debtors are authorized to pay the Professional eighty percent (80%) of the requested fees and one hundred percent (100%) of the

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requested expenses. Beginning with the period ending July 31, 2016, and at three-month intervals or such other intervals convenient to the Court, each Professional shall file and serve an interim application for allowance of the amounts sought in its monthly fee applications for that period. All fees and expenses paid are on an interim basis until final allowance by the Court.

5. The retention of PSZ&J, as counsel to the Committee, was approved effective as of March 10, 2016 by this Court's *Order Authorizing and Approving the Retention of Pachulski Stang Ziehl & Jones LLP as Counsel to the Official Committee of Unsecured Creditors Nunc Pro Tunc to March 10, 2016*, signed on or about May 24, 2016 (the "Retention Order"). The Retention Order authorized PSZ&J to be compensated on an hourly basis and to be reimbursed for actual and necessary out-of-pocket expenses.

PSZ&J'S APPLICATION FOR COMPENSATION AND FOR REIMBURSEMENT OF EXPENSES

Compensation Paid and Its Source

6. All services for which PSZ&J requests compensation were performed for or on behalf of the Committee. PSZ&J has received no payment and no promises for payment from any source other than the Debtors for services rendered or to be rendered in any capacity whatsoever in connection with the matters covered by this Application. There is no agreement or understanding between PSZ&J and any other person other than the partners of PSZ&J for the sharing of compensation to be received for services rendered in this case. PSZ&J has not received a retainer in this case.

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Fee Statements

The fee statements for the Interim Period are attached hereto as Exhibit A. These statements contain daily time logs describing the time spent by each attorney and paraprofessional during the Interim Period. To the best of PSZ&J's knowledge, this Application complies with sections 330 and 331 of the Bankruptcy Code, the Bankruptcy Rules and the Administrative Order. PSZ&J's time reports are initially handwritten by the attorney or paralegal performing the described services. The time reports are organized on a daily basis. PSZ&J is particularly sensitive to issues of "lumping" and, unless time was spent in one time frame on a variety of different matters for a particular client, separate time entries are set forth in the time reports. PSZ&J's charges for its professional services are based upon the time, nature, extent and value of such services and the cost of comparable services other than in a case under the Bankruptcy Code. PSZ&J has reduced its charges related to any non-working travel time to fifty percent (50%) of PSZ&J's standard hourly rate. To the extent it is feasible, PSZ&J professionals attempt to work during travel.

Actual and Necessary Expenses

8. A summary of actual and necessary expenses incurred by PSZ&J for the Interim Period is attached hereto as part of Exhibit A. PSZ&J customarily charges \$0.10 per page for photocopying expenses related to cases, such as this, arising in Delaware. PSZ&J's photocopying machines automatically record the number of copies made when the person that is doing the copying enters the client's account number into a device attached to the photocopier. PSZ&J summarizes each client's photocopying charges on a daily basis.

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- 9. PSZ&J charges \$0.25 per page for out-going facsimile transmissions.

 There is no additional charge for long distance telephone calls on faxes. The charge for outgoing facsimile transmissions reflects PSZ&J's calculation of the actual costs incurred by PSZ&J for the machines, supplies and extra labor expenses associated with sending telecopies and is reasonable in relation to the amount charged by outside vendors who provide similar services.

 PSZ&J does not charge the Committee for the receipt of faxes in this case.
- 10. With respect to providers of on-line legal research services (e.g., LEXIS and WESTLAW), PSZ&J charges the standard usage rates these providers charge for computerized legal research. PSZ&J bills its clients the actual amounts charged by such services, with no premium. Any volume discount received by PSZ&J is passed on to the client.
- of law firms charge clients for such services. In addition, PSZ&J believes that such charges are in accordance with the American Bar Association's ("ABA") guidelines, as set forth in the ABA's Statement of Principles, dated January 12, 1995, regarding billing for disbursements and other charges.

Summary of Services Rendered

12. The names of the timekeepers of PSZ&J who have rendered professional services in this case during the Interim Period are set forth in the attached Exhibit A. PSZ&J, by and through such persons, has prepared and assisted in the preparation of various motions and orders submitted to the Court for consideration, advised the Committee on a regular basis with respect to various matters in connection with the Debtors' bankruptcy cases, and performed all

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necessary professional services which are described and narrated in detail below. PSZ&J's efforts have been extensive due to the size and complexity of the Debtors' bankruptcy cases.

Summary of Services by Project

into the categories set forth below. PSZ&J attempted to place the services provided in the category that best relates to such services. However, because certain services may relate to one or more categories, services pertaining to one category may in fact be included in another category. These services performed, by categories, are generally described below, with a more detailed identification of the actual services provided set forth on the attached Exhibit A.

Exhibit A identifies the attorneys and paraprofessionals who rendered services relating to each category, along with the number of hours for each individual and the total compensation sought for each category.

A. Bankruptcy Litigation

14. Time billed to this category includes work related to issues regarding litigation and motions in the Bankruptcy Court. During the Interim Period, the Firm, among other things, reviewed and analyzed issues regarding agenda notices.

Fees: \$92.50

Hours: .10

B. Case Administration

15. This category includes work related to administering the cases in an efficient manner. During the Interim Period, the Firm, among other things: (1) maintained a memorandum of critical dates and deadlines; (2) prepared and distributed a daily memo

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narrative; (3) maintained document control; and (4) reviewed daily correspondence and pleadings and forwarded them to the appropriate persons.

Fees: \$5,730.50

Hours: 16.40

C. Compensation of Professionals

16. This category includes work related to the compensation of the Firm.

During the Interim Period, the Firm, among other things: (1) performed work regarding its June
2018 monthly fee application and regarding quarterly fee application issues; (2) drafted its July
2018 monthly fee application; and (3) monitored the status and filing of fee applications.

Fees: \$2,867.50

Hours: 4.70

D. Compensation of Professionals/Others

17. This category includes work related to the compensation of professionals, other than the Firm. During the Interim Period, the Firm, among other things, performed work regarding the BDO matter.

Fees: \$1,082.50

Hours: 2.00

E. Financial Filings

18. Time billed to this category relates to issues regarding compliance with reporting requirements. During the Interim Period, the Firm, among other things, reviewed and analyzed monthly operating report issues.

Fees: \$92.50

Hours: .10

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F. Financing

19. This category includes work related to Debtor in Possession financing and use of cash collateral. During the Interim Period, the Firm, among other things, reviewed and analyzed cash collateral issues.

Fees: \$462.50

Hours: .50

Valuation of Services

20. Attorneys and paraprofessionals of PSZ&J expended a total 23.80 hours in connection with their representation of the Committee during the Interim Period, as follows:

| Name of Professional Individual | Position of the Applicant, Number of Years in that Position, Prior Relevant Experience, Year of Obtaining License to Practice | Hourly Billing Rate | Total Hours Billed | Total Compensation |
|------------------------------------|---|---------------------------|--------------------------|-----------------------|
| Bradford J. Sandler | Partner 2010; Member NJ & PA Bars 1996; Member DE Bar 2001 | \$925.00 | 1.40 | \$1,295.00 |
| Shirley S. Cho | Of Counsel 2009; Member CA Bar 1997; Member NY Bar 2002 | \$850.00 | 0.60 | \$510.00 |
| Colin R. Robinson | Of Counsel 2012; Member NJ & | | 0.50 | \$375.00 |
| William L. Ramseyer | Of Counsel 1989; Member CA Bar 1980 | \$725.00 | 1.50 | \$1,087.50 |
| Teddy M. Kapur | Partner 2014; Member CA Bar 2006 | | 0.20 | \$130.00 |
| Patricia E. Cuniff | Paralegal 2000 | \$375.00 | 11.80 | \$4,425.00 |
| Patricia Jeffries | | | 0.70 | \$262.50 |
| Mike A. Matteo Paralegal 2001 | | \$350.00 | 2.70 | \$945.00 |
| Beatrice M. Koveleski | rice M. Koveleski Case Management Assistant | | 1.30 | \$383.50 |
| Charles J. Bouzoukis | Case Management Assistant | \$295.00 | 1.60 | \$472.00 |
| Karen S. Neil | Case Management Assistant | \$295.00 | 0.70 | \$206.50 |
| Sheryle L. Pitman | Case Management Assistant | \$295.00 | 0.80 | \$236.00 |

Grand Total:

\$10,328.00

Total Hours:

23.80

Blended Rate:

\$433.95

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- 21. The nature of work performed by these persons is fully set forth in **Exhibit A** attached hereto. These are PSZ&J's normal hourly rates for work of this character. The reasonable value of the services rendered by PSZ&J for the Committee during the Interim Period is \$10,328.00.
- 22. In accordance with the factors enumerated in section 330 of the Bankruptcy Code, it is respectfully submitted that the amount requested by PSZ&J is fair and reasonable given (a) the complexity of these cases, (b) the time expended, (c) the nature and extent of the services rendered, (d) the value of such services, and (e) the costs of comparable services other than in a case under the Bankruptcy Code. Moreover, PSZ&J has reviewed the requirements of Del. Bankr. LR 2016-2 and the Administrative Order and believes that this Application complies with such Rule and Order.

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WHEREFORE, PSZ&J respectfully requests that, for the period August 1, 2018 through August 31, 2018, an interim allowance be made to PSZ&J for compensation of fees in the amount of \$10,328.00 and actual and necessary expenses in the amount of \$351.50 for a total allowance of \$10,679.50 and payment of \$8,262.40 (80% of the allowed fees) and reimbursement of \$351.50 (100% of the allowed expenses) for a total payment of \$8,613.90, and for such other and further relief as this Court may deem just and proper.

Dated: September 26, 2018

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Bradford J. Sandler

Robert J. Feinstein (NY Bar No. 1767805)
Jeffrey N. Pomerantz (CA Bar No. 143717)
Bradford J. Sandler (DE Bar No. 4142)
Colin R. Robinson (DE Bar No. 5524)
919 North Market Street, 17th Floor
Wilmington, DE 19801

Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Email: rfeinstein@pszjlaw.com

jpomerantz@pszjlaw.com bsandler@pszjlaw.com crobinson@pszjlaw.com

Counsel to the Official Committee of Unsecured Creditors

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DECLARATION

STATE OF DELAWARE

COUNTY OF NEW CASTLE:

Bradford J. Sandler, after being duly sworn according to law, deposes and says:

- a) I am a partner with the applicant law firm Pachulski Stang Ziehl & Jones LLP, and have been admitted to appear before this Court.
- b) I am familiar with many of the legal services rendered by Pachulski Stang Ziehl & Jones LLP as counsel to the Committee.
- c) I have reviewed the foregoing Application and the facts set forth therein are true and correct to the best of my knowledge, information and belief. Moreover, I have reviewed Del. Bankr. LR 2016-2 and the Administrative Order signed on or about March 24, 2016 and submit that the Application substantially complies with such Rule and Order.

/s/ Bradford J. Sandler
Bradford J. Sandler

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IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

| |) |
|---------------------------------|---|
| In re: |) Chapter 11 |
| TSAWD HOLDINGS, INC., et al., 1 |) Case No. 16-10527 (MFW)) (Jointly Administered) |
| Debtors. |) |

Objection Deadline: October 11, 2018 at 4:00 p.m. Hearing Date: Only if necessary

NOTICE OF FILING OF FEE APPLICATION

PLEASE TAKE NOTICE that Pachulski Stang Ziehl & Jones LLP, counsel to the Official Committee of Unsecured Creditors, in the above-captioned cases, has filed its *Thirtieth Monthly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP as Counsel for the Official Committee of Unsecured Creditors for the Period from August 1, 2018 through August 31, 2018* (the "Application") seeking fees in the amount of \$10,328.00 and reimbursement of actual and necessary expenses in the amount of \$351.50 for the period from August 1, 2018 through August 31, 2018.

PLEASE TAKE FURTHER NOTICE that any objection or response to the Application must be made in writing and be filed with the United States Bankruptcy Court for the District of Delaware (the "Bankruptcy Court"), 824 N. Market Street, 3rd Floor, Wilmington, Delaware 19801, on or before October 11, 2018 at 4:00 p.m. prevailing Eastern Time.

At the same time, you must also serve a copy of the objection or response, if any, upon the following: (i) Sports Authority Holdings, Inc., 1050 West Hampden Avenue,

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: TSAWD Holdings, Inc. (9008); Slap Shot Holdings, Corp. (8209); TSA WD, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664). The headquarters for the above-captioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.

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Englewood, CO 80110 (Attn: Douglas Garrett); (ii) counsel to Debtors: (a) Gibson, Dunn & Crutcher LLP, 333 S. Grand Avenue, Los Angeles, CA 90071 (Attn: Robert A. Klyman) and (b) Young Conaway Stargatt & Taylor, LLP, Rodney Square, 1000 N. King Street, Wilmington, DE 19801 (Attn: Michael R. Nestor); (iii) the Office of the United States Trustee for the District of Delaware, 844 King Street, Suite 2207, Lockbox 35, Wilmington, DE 19801 (Attn: Hannah McCollum); (iv) counsel to the DIP Lenders under the Senior Secured, Super-Priority Debtor-in-Possession Credit Agreement: Riemer & Braunstein LLP, Three Center Plaza, Suite 600, Boston, MA 02108 (Attn: Donald E. Rothman); (v) counsel to Wells Fargo Bank, National Association, in its capacity as FILO Agent under the Second Amendment to Second Amended and Restated Credit Agreement, dated as of November 3, 2015: Choate, Hall & Stewart LLP, Two International Place, Boston, MA 02110 (Attn.: Kevin Simard); and (vi) counsel to the Official Committee of Unsecured Creditors: Pachulski Stang Ziehl & Jones LLP, 919 N. Market Street, 17th Floor, Wilmington, DE 19801 (Attn: Bradford J. Sandler and Colin Robinson).

PLEASE TAKE FURTHER NOTICE that on March 24, 2016, the Bankruptcy Court entered the *Order Establishing Procedures for Interim Compensation and Reimbursement of Expenses for Professionals* (the "Order") [Docket No. 806]. Pursuant to the Order, in the absence of timely filed objections or responses, and upon the filing with the Bankruptcy Court of a certification of no objection, the Debtors are authorized to pay the professionals eighty percent (80%) of the fees, and one hundred percent (100%) of expenses without further notice or hearing. All fees and expenses paid to the professionals are subject to final approval by the Court.

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IF YOU FAIL TO RESPOND OR OBJECT IN ACCORDANCE WITH THIS NOTICE, THE COURT MAY GRANT THE RELIEF REQUESTED IN THE APPLICATION WITHOUT FURTHER NOTICE OR HEARING.

Dated: September 26, 2018

PACHULSKI STANG ZIEHL & JONES LLP

/s/ Colin R. Robinson

Robert J. Feinstein (NY Bar No. 1767805)
Jeffrey N. Pomerantz (CA Bar No. 143717)
Bradford J. Sandler (DE Bar No. 4142)
Colin R. Robinson (DE Bar No. 5524)
919 North Market Street, 17th Floor
Wilmington, DE 19801

Telephone: (302) 652-4100
Facsimile: (302) 652-4400
Email: rfeinstein@pszjlaw.com

jpomerantz@pszjlaw.com bsandler@pszjlaw.com crobinson@pszjlaw.com

Counsel to the Official Committee of Unsecured Creditors

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EXHIBIT A

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Pachulski Stang Ziehl & Jones LLP

919 North Market Street 17th Floor Wilmington, DE 19801

RJF

August 31, 2018
Invoice 120294
Client 80784
Matter 00002
RJF

RE: Committee Representation

| STATEMENT OF PROFI | ESSIONAL SERVICES RENDERED | THROUGH | 08/31/2018 |
|--------------------|----------------------------|---------|------------|
|--------------------|----------------------------|---------|------------|

 FEES
 \$10,328.00

 EXPENSES
 \$351.50

 TOTAL CURRENT CHARGES
 \$10,679.50

 BALANCE FORWARD
 \$184,362.18

 LAST PAYMENT
 \$49,123.12

 TOTAL BALANCE DUE
 \$145,918.56

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Pachulski Stang Ziehl & Jones LLP Sports Authority OCC 80784 00002 Page: 2 Invoice 120294 August 31, 2018

\$10,328.00

23.80

| m 1 C | D | | Ho | TITE | Amount |
|-----------|---------------------------------|-----------------|--------|--------------|-------------|
| Task Co | de <u>Description</u> | | | | |
| BL | Bankruptcy Litigation [L430] | | | .10 | \$92.50 |
| CA | Case Administration [B110] | | | .40 | \$5,730.50 |
| CP | Compensation Prof. [B160] | | 4 | .70 | \$2,867.50 |
| CPO | Comp. of Prof./Others | | 2 | .00 | \$1,082.50 |
| FF | Financial Filings [B110] | | 0 | .10 | \$92.50 |
| FN | Financing [B230] | | 0 | .50 | \$462.50 |
| | | | 23 | .80 | \$10,328.00 |
| Summ | ary of Services by Professional | | | | |
| <u>ID</u> | Name | <u>Title</u> | Rate | <u>Hours</u> | Amount |
| BJS | Sandler, Bradford J. | Partner | 925.00 | 1.40 | \$1,295.00 |
| BMK | Koveleski, Beatrice M. | Case Man. Asst. | 295.00 | 1.30 | \$383.50 |
| CJB | Bouzoukis, Charles J. | Case Man. Asst. | 295.00 | 1.60 | \$472.00 |
| CRR | Robinson, Colin R. | Counsel | 750.00 | 0.50 | \$375.00 |
| KSN | Neil, Karen S. | Case Man. Asst. | 295.00 | 0.70 | \$206.50 |
| MAM | Matteo, Mike A. | Paralegal | 350.00 | 2.70 | \$945.00 |
| PEC | Cuniff, Patricia E. | Paralegal | 375.00 | 11.80 | \$4,425.00 |
| РЈЈ | Jeffries, Patricia J. | Paralegal | 375.00 | 0.70 | \$262.50 |
| SLP | Pitman, L. Sheryle | Case Man. Asst. | 295.00 | 0.80 | \$236.00 |
| SSC | Cho, Shirley S. | Counsel | 850.00 | 0.60 | \$510.00 |
| TMK | Kapur, Teddy M. | Partner | 650.00 | 0.20 | \$130.00 |
| WLR | Ramseyer, William L. | Counsel | 725.00 | 1.50 | \$1,087.50 |

| Summary | of | Expenses |
|---------|----|----------|
|---------|----|----------|

Description

Delivery/Courier Service

Amount

\$55.00

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| Pachulsl | ri Stang Ziehl & Jones LLP |
|----------|----------------------------|
| Sports A | uthority OCC |
| 80784 | 00002 |

Page: 3 Invoice 120294 August 31, 2018

| 80784 00002 | 1,1,5,0,0,0,1,1,0,1,0 |
|-----------------------------|-----------------------|
| Summary of Expenses | |
| Description | Amount |
| Pacer - Court Research | \$83.30 |
| | |
| Reproduction Expense [E101] | \$79.20 |
| | |
| Reproduction/ Scan Copy | \$134.00 |
| | |
| | \$351.50 |

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Pachulski Stang Ziehl & Jones LLP Sports Authority OCC 80784 00002 Page: 4 Invoice 120294 August 31, 2018

| | | | | <u>Hours</u> | Rate | Amount |
|------------|----------|----------|--|--------------|--------|----------|
| Bankrup | tey Liti | gation | [L430] | | | |
| 08/20/2018 | BJS | BL | Review agenda and discuss with Liz Thomas | 0.10 | 925.00 | \$92.50 |
| | | | _ | 0.10 | - | \$92.50 |
| Case Ad | ministra | ition [I | 3110] | | | |
| 08/01/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/01/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/02/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/02/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/03/2018 | MAM | CA | Update and circulate docket summary memorandum. | 0.30 | 350.00 | \$105.00 |
| 08/03/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/03/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0,20 | 375.00 | \$75.00 |
| 08/03/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/03/2018 | CJB | CA | Maintain document control. (reduced time) | 0.50 | 295.00 | \$147.50 |
| 08/06/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0,40 | 375.00 | \$150.00 |
| 08/06/2018 | PEC | CA | Update critical dates | 0.40 | 375.00 | \$150.00 |
| 08/06/2018 | KSN | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/06/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.50 |
| 08/07/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/07/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/07/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/07/2018 | KSN | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/07/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.50 |
| 08/08/2018 | MAM | CA | Updates to docket summary memorandum. | 0.20 | 350.00 | \$70.00 |
| 08/08/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/08/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/08/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/08/2018 | KSN | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/09/2018 | PEC | CA | Review daily correspondence and pleadings and | 0.20 | 375.00 | \$75.00 |
| | | | | | | |

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Invoice 120294
August 31, 2018

| | | | | Hours | Rate | Amoun |
|------------|-----|----|--|-------|--------|----------|
| | | | forward to the appropriate parties | | | |
| 08/09/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/09/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/09/2018 | CJB | CA | Maintain document control. | 0.20 | 295.00 | \$59.00 |
| 08/09/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.50 |
| 08/10/2018 | MAM | CA | Update and forward docket summary memorandum. | 0.30 | 350.00 | \$105.00 |
| 08/10/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/10/2018 | PEC | CA | Update critical dates | 0.50 | 375.00 | \$187.50 |
| 08/10/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/14/2018 | KSN | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/14/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.50 |
| 08/15/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/16/2018 | MAM | CA | Update and circulate docket summary memorandum. | 0.30 | 350.00 | \$105.00 |
| 08/16/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.5 |
| 08/20/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.0 |
| 08/20/2018 | PEC | CA | Update critical dates | 0.50 | 375.00 | \$187.5 |
| 08/20/2018 | KSN | CA | Maintain document control. | 0.10 | 295.00 | \$29.5 |
| 08/20/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.5 |
| 08/21/2018 | MAM | CA | Update docket summary memorandum. | 0.20 | 350.00 | \$70.0 |
| 08/21/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.0 |
| 08/21/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.5 |
| 08/21/2018 | KSN | CA | Maintain document control. | 0.10 | 295.00 | \$29.5 |
| 08/21/2018 | ВМК | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.5 |
| 08/22/2018 | MAM | CA | Updates to docket summary memorandum. | 0.30 | 350.00 | \$105.0 |
| 08/23/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.0 |
| 08/23/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.5 |
| 08/24/2018 | MAM | CA | Update and circulate docket summary memorandum. | 0.20 | 350.00 | \$70.0 |
| 08/24/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.0 |

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Pachulski Stang Ziehl & Jones LLP Sports Authority OCC 80784 00002 Page: 6 Invoice 120294 August 31, 2018

| | | | | Hours | Rate | Amount |
|------------|----------|----------|---|-------|--------|------------|
| 08/24/2018 | PEC | CA | Update critical dates | 0.40 | 375.00 | \$150.00 |
| 08/24/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.20 | 295.00 | \$59.00 |
| 08/27/2018 | MAM | CA | Updates to docket summary memorandum. | 0.30 | 350.00 | \$105.00 |
| 08/27/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/27/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/27/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/27/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.20 | 295,00 | \$59.00 |
| 08/28/2018 | MAM | CA | Updates to docket summary memorandum. | 0.30 | 350.00 | \$105.00 |
| 08/28/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/28/2018 | PEC | CA | Update critical dates | 0.20 | 375.00 | \$75.00 |
| 08/28/2018 | KSN | CA | Maintain document control, | 0.10 | 295.00 | \$29.50 |
| 08/29/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/29/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/29/2018 | SLP | CA | Maintain document control. | 0.10 | 295.00 | \$29.50 |
| 08/29/2018 | CJB | CA | Maintain document control. | 0.40 | 295.00 | \$118.00 |
| 08/29/2018 | BMK | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.50 |
| 08/30/2018 | MAM | CA | Update and circulate docket summary memorandum. | 0.30 | 350.00 | \$105.00 |
| 08/30/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0,20 | 375.00 | \$75.00 |
| 08/30/2018 | PEC | CA | Update critical dates | 0.30 | 375.00 | \$112.50 |
| 08/31/2018 | PEC | CA | Review daily correspondence and pleadings and forward to the appropriate parties | 0.20 | 375.00 | \$75.00 |
| 08/31/2018 | PEC | CA | Update critical dates | 0.40 | 375.00 | \$150.00 |
| 08/31/2018 | СЛВ | CA | Maintain document control. | 0.50 | 295.00 | \$147.50 |
| 08/31/2018 | ВМК | CA | Prepared daily memo narrative and coordinated client distribution. | 0.10 | 295.00 | \$29.50 |
| | | | | 16.40 | | \$5,730.50 |
| Compens | sation F | Prof. [B | 3160] | | | |
| 08/03/2018 | PEC | СР | Draft Notice of PSZJ LLP's June 2018 Monthly Fee Application for filing and service (.3); Draft Certificate of Service (.1) | 0.40 | 375.00 | \$150,00 |
| 08/15/2018 | SSC | CP | Review and revise PSZJ July fee statement. | 0.20 | 850.00 | \$170.00 |
| | | | | | | |

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Pachulski Stang Ziehl & Jones LLP Sports Authority OCC 80784 00002 Page: 7 Invoice 120294 August 31, 2018

| | | | | | | *************************************** |
|------------|----------|--------|--|--------------|--------|---|
| | | | | <u>Hours</u> | Rate | Amount |
| 08/20/2018 | PJJ | CP | Draft September fee statement. | 0.50 | 375.00 | \$187.50 |
| 08/20/2018 | WLR | CP | Draft July 2018 fee application | 0.60 | 725.00 | \$435.00 |
| 08/20/2018 | WLR | CP | Review and revise July 2018 fee application | 0.90 | 725.00 | \$652.50 |
| 08/20/2018 | SSC | CP | Review revised PSZJ fee statement for July. | 0.10 | 850.00 | \$85.00 |
| 08/20/2018 | CRR | СР | Email with Debtors' counsel re quarterly application and CNO for same | 0.20 | 750.00 | \$150.00 |
| 08/21/2018 | SSC | CP | Review fee examiner report. | 0.10 | 850.00 | \$85.00 |
| 08/21/2018 | SSC | CP | Review PSZJ quarterly fee order. | 0.10 | 850.00 | \$85.00 |
| 08/21/2018 | BJS | CP | Review and revise PSZJ fee application | 0.30 | 925.00 | \$277.50 |
| 08/22/2018 | РЈЈ | CP | Revise July fee statement. | 0.20 | 375.00 | \$75.00 |
| 08/23/2018 | PEC | СР | Draft Certification of No Objection Regarding PSZ&J LLP's June 2018 Monthly Fee Application (.2); Prepare for filing and service (.1) | 0.30 | 375.00 | \$112.50 |
| 08/27/2018 | BJS | CP | Various emails with PSZJ regarding fee application | 0.10 | 925.00 | \$92.50 |
| 08/28/2018 | SSC | CP | Review and revise PSZJ July monthly fee statement for filing. | 0.10 | 850.00 | \$85.00 |
| 08/30/2018 | PEC | СР | Draft Notice of Filing PSZ&J LLP's July 2018 Monthly Fee Application and Certificate of Service (.3); Prepare for filing and service (.3). | 0,60 | 375.00 | \$225.00 |
| | | | \ | 4.70 | | \$2,867.50 |
| Comp. o | f Prof./ | Others | | | | |
| 08/02/2018 | CRR | СРО | Review email correspondence regarding BDO fee app, review same and confer regarding filing of same | 0.30 | 750.00 | \$225.00 |
| 08/03/2018 | PEC | СРО | Draft Notice of BDO USA LLP's May/June 2018 Monthly Fee Application for filing and service (.3); Draft Certificate of Service (.1) | 0.40 | 375.00 | \$150.00 |
| 08/03/2018 | TMK | CPO | Review BDO fee application. | 0.20 | 650.00 | \$130.00 |
| 08/20/2018 | BJS | CPO | Review certification of counsel regarding Frejka | 0.10 | 925.00 | \$92.50 |
| 08/20/2018 | BJS | CPO | Review Fee Auditor report | 0.10 | 925.00 | \$92.50 |
| 08/23/2018 | PEC | СРО | Draft Certification of No Objection Regarding BDO USA LLP's May/June 2018 Monthly Fee Application (.2); Prepare for filing and service (.1) | 0.30 | 375.00 | \$112,50 |
| 08/24/2018 | PEC | СРО | Draft Notice of Filing BDO USA LLP July 2018 Monthly Fee Application and Certificate of Service (.3); Prepare for filing and service (.3) | 0.50 | 375.00 | \$187.50 |
| 08/24/2018 | BJS | CPO | Review BDO fee application | 0.10 | 925.00 | \$92.50 |
| | | | | 2.00 | | \$1,082.50 |

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| Pachulski Stang Ziehl Sports Authority OCC 80784 00002 | | LLP | Page: 8 Invoice 120294 August 31, 2018 | | | |
|--|---------|---|--|--------|----------|--|
| 10. | D110 | | <u>Hours</u> | Rate | Amount | |
| Financial Filing | s frita | | | | | |
| 08/27/2018 BJS | FF | Review Monthly operating report | 0.10 | 925.00 | \$92.50 | |
| | | | 0.10 | | \$92.50 | |
| Financing [B23 | 0] | | | | | |
| 08/20/2018 BJS | FN | Various emails with Debtors regarding cash collateral | 0.30 | 925.00 | \$277.50 | |

Various emails with Debtors regarding cash

TOTAL SERVICES FOR THIS MATTER:

collateral

FN

08/21/2018

BJS

\$10,328.00

\$185.00

\$462.50

0.20

0.50

925.00

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Pachulski Stang Ziehl & Jones LLP

Page:

| Sports Author 80784 000 | ity OCC | z Jones LLF | Invoice 120294 August 31, 2018 |
|----------------------------|---------|---|-----------------------------------|
| | | | V |
| Expenses | | | |
| 08/03/2018 | DC | 80784.00002 Advita Charges for 08-03-18 | 12.50 |
| 08/03/2018 | RE | (1 @0.10 PER PG) | 0.10 |
| 08/03/2018 | RE | (366 @0.10 PER PG) | 36.60 |
| 08/03/2018 | RE | (1 @0.10 PER PG) | 0.10 |
| 08/03/2018 | RE2 | SCAN/COPY (40 @0.10 PER PG) | 4.00 |
| 08/03/2018 | RE2 | SCAN/COPY (174 @0.10 PER PG) | 17.40 |
| 08/03/2018 | RE2 | SCAN/COPY (33 @0.10 PER PG) | 3.30 |
| 08/03/2018 | RE2 | SCAN/COPY (33 @0.10 PER PG) | 3.30 |
| 08/03/2018 | RE2 | SCAN/COPY (62 @0.10 PER PG) | 6.20 |
| 08/03/2018 | RE2 | SCAN/COPY (186 @0.10 PER PG) | 18.60 |
| 08/03/2018 | RE2 | SCAN/COPY (25 @0.10 PER PG) | 2.50 |
| 08/03/2018 | RE2 | SCAN/COPY (20 @0.10 PER PG) | 2.00 |
| 08/03/2018 | RE2 | SCAN/COPY (20 @0.10 PER PG) | 2.00 |
| 08/03/2018 | RE2 | SCAN/COPY (33 @0.10 PER PG) | 3.30 |
| 08/03/2018 | RE2 | SCAN/COPY (33 @0.10 PER PG) | 3.30 |
| 08/03/2018 | RE2 | SCAN/COPY (38 @0.10 PER PG) | 3.80 |
| 08/03/2018 | RE2 | SCAN/COPY (23 @0.10 PER PG) | 2.30 |
| 08/06/2018 | DC | 80784.00002 Advita Charges for 08-06-18 | 7.50 |
| 08/06/2018 | RE | (6 @0.10 PER PG) | 0.60 |
| 08/06/2018 | RE2 | SCAN/COPY (16 @0.10 PER PG) | 1.60 |

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| Pachulski Star Sports Author 80784 000 | ity OCC | & Jones LLP | Page: 10 Invoice 120294 August 31, 2018 |
|--|---------|------------------------------|---|
| 08/06/2018 | RE2 | SCAN/COPY (12 @0.10 PER PG) | 1.20 |
| 08/06/2018 | RE2 | SCAN/COPY (52 @0.10 PER PG) | 5.20 |
| 08/06/2018 | RE2 | SCAN/COPY (82 @0.10 PER PG) | 8.20 |
| 08/06/2018 | RE2 | SCAN/COPY (6 @0.10 PER PG) | 0.60 |
| 08/07/2018 | RE | (2@0.10 PER PG) | 0.20 |
| 08/09/2018 | RE | (1@0.10 PER PG) | 0.10 |
| 08/09/2018 | RE2 | SCAN/COPY (12 @0.10 PER PG) | 1.20 |
| 08/09/2018 | RE2 | SCAN/COPY (10 @0.10 PER PG) | 1.00 |
| 08/10/2018 | RE2 | SCAN/COPY (14 @0.10 PER PG) | 1.40 |
| 08/16/2018 | RE | (8 @0.10 PER PG) | 0.80 |
| 08/20/2018 | RE | (1 @0.10 PER PG) | 0.10 |
| 08/20/2018 | RE2 | SCAN/COPY (16 @0.10 PER PG) | 1.60 |
| 08/20/2018 | RE2 | SCAN/COPY (13 @0.10 PER PG) | 1.30 |
| 08/20/2018 | RE2 | SCAN/COPY (12 @0.10 PER PG) | 1.20 |
| 08/21/2018 | RE | (1@0.10 PER PG) | 0.10 |
| 08/21/2018 | RE2 | SCAN/COPY (18 @0.10 PER PG) | 1.80 |
| 08/21/2018 | RE2 | SCAN/COPY (14 @0.10 PER PG) | 1.40 |
| 08/21/2018 | RE2 | SCAN/COPY (20 @0.10 PER PG) | 2,00 |
| 08/21/2018 | RE2 | SCAN/COPY (8 @0.10 PER PG) | 0.80 |
| 08/21/2018 | RE2 | SCAN/COPY (4 @0.10 PER PG) | 0.40 |
| 08/21/2018 | RE2 | SCAN/COPY (12 @0.10 PER PG) | 1.20 |

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| Pachulski Sta Sports Author 80784 000 | ity OCC | & Jones LLP | Page: 11 Invoice 120294 August 31, 2018 | |
|---|---------|---|---|--|
| 08/21/2018 | RE2 | SCAN/COPY (14 @0.10 PER PG) | 1.40 | |
| 08/21/2018 | RE2 | SCAN/COPY (1 @0.10 PER PG) | 0.10 | |
| 08/24/2018 | DC | 80784.00002 Advita Charges for 08-24-18 | 12.50 | |
| 08/24/2018 | RE | (138 @0.10 PER PG) | 13.80 | |
| 08/24/2018 | RE | (1 @0.10 PER PG) | 0.10 | |
| 08/24/2018 | RE | (1 @0.10 PER PG) | 0.10 | |
| 08/24/2018 | RE | (1 @0.10 PER PG) | 0.10 | |
| 08/24/2018 | RE | (1 @0.10 PER PG) | 0.10 | |
| 08/24/2018 | RE2 | SCAN/COPY (6 @0.10 PER PG) | 0.60 | |
| 08/24/2018 | RE2 | SCAN/COPY (28 @0.10 PER PG) | 2.80 | |
| 08/24/2018 | RE2 | SCAN/COPY (6 @0.10 PER PG) | 0.60 | |
| 08/24/2018 | RE2 | SCAN/COPY (20 @0.10 PER PG) | 2.00 | |
| 08/27/2018 | DC | 80784.00002 Advita Charges for 08-27-18 | 7.50 | |
| 08/27/2018 | RE | (54 @0.10 PER PG) | 5.40 | |
| 08/28/2018 | RE2 | SCAN/COPY (18 @0.10 PER PG) | 1.80 | |
| 08/29/2018 | RE | (1 @0.10 PER PG) | 0.10 | |
| 08/29/2018 | RE2 | SCAN/COPY (12 @0.10 PER PG) | 1.20 | |
| 08/29/2018 | RE2 | SCAN/COPY (16 @0.10 PER PG) | 1.60 | |
| 08/29/2018 | RE2 | SCAN/COPY (42 @0.10 PER PG) | 4.20 | |
| 08/29/2018 | RE2 | SCAN/COPY (18 @0.10 PER PG) | 1.80 | |
| 08/30/2018 | DC | 80784.00002 Advita Charges for 08-30-18 | 15,00 | |

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| Pachulski Sta Sports Author 80784 000 | rity OCC | & Jones LLP | Page: 12 Invoice 120294 August 31, 2018 | |
|---|----------|------------------------------|---|--|
| 08/30/2018 | RE | (204 @0.10 PER PG) | | |
| 08/30/2018 | RE | (3 @0.10 PER PG) | 0.30 | |
| 08/30/2018 | RE2 | SCAN/COPY (1 @0.10 PER PG) | 0.10 | |
| 08/30/2018 | RE2 | SCAN/COPY (18 @0.10 PER PG) | 1.80 | |
| 08/30/2018 | RE2 | SCAN/COPY (1 @0,10 PER PG) | 0.10 | |
| 08/30/2018 | RE2 | SCAN/COPY (18 @0.10 PER PG) | 1,80 | |
| 08/31/2018 | PAC | Pacer - Court Research | 83.30 | |
| 08/31/2018 | RE | (1@0.10 PER PG) | 0.10 | |
| 08/31/2018 | RE2 | SCAN/COPY (72 @0.10 PER PG) | 7.20 | |
| 08/31/2018 | RE2 | SCAN/COPY (8 @0.10 PER PG) | 0.80 | |
| Total Expenses for this Matter | | | \$351.50 | |

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Pachulski Stang Ziehl & Jones LLP Sports Authority OCC 80784 00002 Page: 13 Invoice 120294 August 31, 2018

REMITTANCE ADVICE

Please include this Remittance Advice with your payment

| For current services rea | ndered through 08/31/2018 | | | |
|--------------------------|------------------------------------|------------------------|-----------------|--------------|
| Total Fees | \$10,328.00 | | | |
| Chargeable costs and d | \$351,50 | | | |
| Total Due on Current Is | nvoice | | | \$10,679.50 |
| Outstanding Balance fr | om prior Invoices as of 08/31/2018 | (May not reflect recen | t payments) | |
| Invoice Number | Invoice Date | Fees Billed | Expenses Billed | Balance Due |
| 113639 | 05/31/2016 | \$221,972.75 | \$5,599.93 | \$120,055.20 |
| 119808 | 06/30/2018 | \$21,034.50 | \$3,443.34 | \$4,206.90 |
| 120069 | 07/31/2018 | \$10,506.50 | \$470.46 | \$10,976.96 |
| Total Amount Due or | 1 Current and Prior Invoices | | | \$145,918.56 |

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IN THE UNITED STATES BANKRUPTCY COURT FOR THE DISTRICT OF DELAWARE

| In re: |) Chapter 11 |
|---------------------------------|--|
| TSAWD HOLDINGS, INC., et al., 1 |) Case No. 16-10527 (MFW)) (Jointly Administered) |
| Debtors. |))) |

CERTIFICATE OF SERVICE

I, Colin R. Robinson, hereby certify that on the 26th day of September, 2018, I caused a copy of the following document(s) to be served on the individuals on the attached service list(s) in the manner indicated:

Notice of Filing of Fee Application; and

Thirtieth Monthly Application for Compensation and Reimbursement of Expenses of Pachulski Stang Ziehl & Jones LLP as Counsel for the Official Committee of Unsecured Creditors the Period from August 1, 2018 through August 31, 2018.

/s/ Colin R. Robinson
Colin R. Robinson (DE Bar No. 5524)

DOCS_DE:221218.1 80784/002

¹ The Debtors and the last four digits of their respective taxpayer identification numbers are as follows: TSAWD Holdings, Inc. (9008); Slap Shot Holdings, Corp. (8209); TSA WD, Inc. (2802); TSA Stores, Inc. (1120); TSA Gift Card, Inc. (1918); TSA Ponce, Inc. (4817); and TSA Caribe, Inc. (5664). The headquarters for the above-captioned Debtors is located at 1050 West Hampden Avenue, Englewood, Colorado 80110.

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Sports Authority – Fee App Service List Case No. 16-10527 (MFW) Doc. No. 207617 02 – Hand Delivery 04 – Overnight Delivery

Hand Delivery

(US Trustee)
Hannah McCollum, Esq.
Office of the United States Trustee
844 King Street, Suite 2207
Lockbox 35
Wilmington, DE 19801

Hand Delivery

(Counsel to the Debtors)
Michael R. Nestor, Esq.
Young Conaway Stargatt & Taylor, LLP
Rodney Square
1000 N. King Street
Wilmington, DE 19801

Overnight Delivery

(Counsel to the Debtors)
Robert A. Klyman, Esq.
Gibson, Dunn & Crutcher LLP
333 S. Grand Avenue
Los Angeles, CA 90071

Overnight Delivery

(Counsel to the DIP Lenders under the Senior Secured, Super-Priority Debtor-in-Possession Credit Agreement)
Donald E. Rothman, Esq.
Riemer & Braunstein LLP
Three Center Plaza, Suite 600
Boston, MA 02108

Overnight Delivery

(Counsel to Wells Fargo Bank, National Association, in its capacity as FILO Agent under the Second Amendment to Second Amended and Restated Credit Agreement, dated as of November 3, 2015)
Kevin Simard, Esq.
Choate, Hall & Stewart LLP
Two International Place
Boston, MA 02110

Overnight Delivery (Fee Examiner) Elise S. Frejka Frejka PLLC 420 Lexington Avenue, Suite 310 New York, NY 10170